

Return of Final Meeting in a
Members' Voluntary Winding up**S.94**

Pursuant to Section 94 of the Insolvency Act 1986

To the Registrar of Companies

Company Number

01418340

Name of Company

(a) Insert full name
of company

Commerzbank Overseas Holdings Limited

(b) Insert full
name(s) and
address(es)We Laura Waters and Peter Greaves
Of PricewaterhouseCoopers LLP
7 More London Riverside, London SE1 2RT(c) Delete as
applicable
(d) Insert date
(e) The copy
account must be
authenticated by
the written
signature(s) of the
liquidator(s)
(f) Insert venue of
meetingGive notice that a general meeting of the company was duly summoned for 24
March 2015 pursuant to section 94 of the Insolvency Act 1986, for the purpose
of having an account (of which a copy is attached) laid before it showing how
the winding up of the company has been conducted, and the property of the
company has been disposed of and no quorum was present at the meetingThe meeting was held at PricewaterhouseCoopers, 7 More London, London
SE1 2RTThe winding up covers the period from 30 September 2014 (opening of winding
up) to the final meeting (close of winding up)The outcome of any meeting (including any resolutions passed at the meeting)
was as follows

No quorum was present

Signed



Date 1 APRIL 2015

Presenter's name,
address and
reference
(if any)Paul Meitner
PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

THURSDAY



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COMPANIES HOUSE

**COMMERZBANK OVERSEAS HOLDINGS LIMITED– IN MEMBERS’ VOLUNTARY LIQUIDATION
 (“THE COMPANY”)
 FINAL REPORT TO MEMBERS AS REQUIRED BY S94 OF THE INSOLVENCY ACT 1986
 PREPARED FOR THE FINAL MEETING OF MEMBERS ON 24 MARCH 2015**

INTRODUCTION

The Company was placed into members’ voluntary liquidation on 30 September 2014 when Laura Waters and Peter Greaves were appointed joint liquidators (“the liquidators”)

We’re required to report on the conduct and outcome of the liquidation. This report is for the period 30 September 2014 to 24 March 2015 and also serves as a progress report from 30 September 2014 to 24 March 2015

We’re also required to give you certain information about the Company and the liquidators, this information is attached as appendix A.

We attach as appendix B a summary of our receipts and payments

REPORT ON THE LIQUIDATION

Realisation of assets:

The directors’ Declaration of Solvency showed that the Company’s assets were:

	£
Inter group debtors (Commerzbank Holdings (UK) Limited)	2
Total	<u>2</u>

After our appointment, the Company’s inter group debt was taken under control until distribution.

Realisations from the Company’s assets are as detailed in the above summary and totalled £2.

No additional assets have been identified. There are no assets still to be realised.

Settlement of liabilities:

This section covers all liabilities except any claims of HM Revenue & Customs (“HMRC”) which are dealt with separately below under HMRC

The directors’ Declaration of Solvency and the Company’s records showed that the Company had no liabilities

After our appointment, we published a notice in the Gazette inviting any unknown creditors to send in their claims.

There are no remaining claims to be agreed or settled.

HMRC:

The directors’ Declaration of Solvency and the Company’s records showed that the Company had no liabilities.

After our appointment, we wrote to HMRC to inform them of our appointment and to request details of any outstanding liabilities. HMRC have confirmed that the Company has no outstanding liabilities

All matters have now been cleared and HMRC have confirmed their agreement to us closing the liquidation.

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Distributions to shareholders:

At the time of our appointment, the issued share capital of the Company was:

- 2 ordinary shares of £1

During the liquidation, we’ve made the following distribution to shareholders

On 19 December 2014, we made a distribution in specie of £2 (representing 100 pence per share) to the ordinary shareholders

The distribution in specie consisted of an inter-group debt of £2 due from Commerzbank Holdings (UK) Limited. The value we attributed to the in specie distribution was based on the value at which the asset was held in the Company’s books.

OUR FEES AND EXPENSES

Basis of fees:

At the time of our appointment the members resolved that we be paid by reference to the time properly given by us and our staff in dealing with the liquidation.

Funding of the liquidation:

Although fees have been paid to us on the basis specified above, our fees and expenses have not been paid out of the liquidation estate. Instead, Commerzbank AG has met our fees and expenses for the Company and 8 connected companies.

Fees charged / expenses incurred:

The amounts shown below relate to the Company and the 8 connected companies referred to above

Our fees for this assignment consist of time costs incurred for both (i) the period up to the day of our appointment and (ii) the period covering the formal liquidation. Our time costs for these periods were

	£
Period up to liquidation date	35,491
Liquidation period (to date)	<u>9,189</u>
	<u>44,680</u>

The above time costs for the liquidation period are calculated to 13 February 2015, being the latest practicable date. This represents 147.24 hours at an average hourly rate of £303.45

Fees totalling £42,426 have been billed to date for both pre and post liquidation and final fees will be agreed and invoiced in due course

We’ve incurred expenses of £702.38 plus VAT. These costs have or will be re-charged and consist of

	£
Statutory bonding	20.00
Statutory advertising	<u>682.38</u>
Total	<u>702.38</u>

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Members' rights re our fees and expenses:

Members can request further information about our fees and expenses within 21 days of receipt of this report

In certain circumstances, members can claim by way of court application that the liquidators' fees and expenses are excessive. Such applications need to be made within 8 weeks of receipt of this report.

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Appendix A

INFORMATION ON THE COMPANY AND THE LIQUIDATORS

<i>Company details:</i>	
Company name:	Commerzbank Overseas Holdings Limited
Former names:	Dresdner Kleinwort Overseas Holdings Limited Dresdner Kleinwort Overseas Holdings Plc Dresdner Kleinwort Wasserstein Overseas Holdings Plc Kleinwort Benson Overseas Holdings Plc Kleinwort Benson Overseas Holdings Limited Kleinwort Benson International Holdings Limited Hackremco (No 3) Limited
Company number:	01418340
Registered office:	30 Gresham Street, London EC2V 7PG
<i>Liquidators’ details:</i>	
Liquidators’ names:	Laura Waters and Peter Greaves (“The Liquidators”)
Liquidators’ address:	c/o PricewaterhouseCoopers, 7 More London Riverside, London SE1 2RT
Date of appointment:	30 September 2014
Nature of appointment:	Members’ Voluntary Liquidation

Laura Waters and Peter Greaves have been appointed as joint liquidators. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales.

The joint liquidators are Data Controllers of personal data as defined by the Data Protection Act 1998. PricewaterhouseCoopers LLP will act as Data Processor on their instructions. Personal data will be kept secure and processed only for matters relating to the liquidation.

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Appendix B

**SUMMARY OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
FROM 30 SEPTEMBER 2014 TO 24 MARCH 2015**

	£
RECEIPTS	
Inter-group balances (Commerzbank Holdings (UK) Limited)	2
	<u>2</u>
	£
PAYMENTS	
Distribution to members	2
	<u>2</u>